

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT TO OIL, GAS AND MINERAL LEASE

Reference is hereby made to that certain Oil, Gas and Mineral Lease (hereinafter referred to as "Subject Lease") dated the 6th day of March, 2007, by and between Raymunda V. Benitez and Juvenal Vences, as Lessor, and Dale Property Services, L.L.C., as Lessee, whose address is 2100 Ross Ave Suite 1870, LB-9, Dallas, TX 75201, which lease is recorded in Document # D206398536 of the Public Records of Tarrant County, Texas.

WHEREAS, the Subject Lease has been included in the following conveyances:

Conveyance by and between Dale Property Services, L.L.C., as grantor, and Chesapeake Exploration, L.L.C., as grantee, recorded as Document No. D207221414, Deed Records, Tarrant County, Texas.

Partial Assignment by and between Chesapeake Exploration, L.L.C. as assignor and Total E&P USA, Inc. as assignee recorded as Document No. D210019134, Deed Records, Tarrant County, Texas.

WHEREAS, Total E&P USA, Inc., whose address is 1201 Louisiana Street, Suite 1800, Houston, Texas, 77002, acquired an undivided 25% of Chesapeake's working interest in the aforementioned Lease.

WHEREAS, the aforementioned assignees and grantees are collectively referred to as "Lessee."

WHEREAS, the Leased Premises described in the Oil, Gas and Mineral Lease reads as follows:

.321 acres of land, more or less, being Lot(s) 7A, Block 9, of the Trueland Addition, an addition to the City of Fort Worth, Tarrant County, Texas.

This lease also covers and includes all land owned or claimed by Lessor adjacent or contiguous to the land particularly described above, whether the same be in said survey or surveys or in adjacent surveys, although not included within the boundaries of the land particularly described above.

Whereas it is the desire of said Lessor and Lessee to amend the description of the Subject Lease.

NOW THEREFORE, the undersigned do hereby delete the legal description in Paragraph No. 1 of the Subject Lease as described above and in its place insert the following:

0.321 acres, more or less, out of the M. Watson Survey, Abstract No. 1657, Tarrant County, Texas, being the West 140 feet of Lot 7, Block 9, Trueland Addition, an Addition to the City of Fort Worth, Tarrant County, Texas, according to the Plat and Dedication dated September 30, 1921, recorded in Volume 711, Page 174, Plat Records, Tarrant County, Texas.

This lease also covers and includes all land owned or claimed by Lessor adjacent or contiguous to the land particularly described above, whether the same be in said survey or surveys or in adjacent surveys, although not included within the boundaries of the land particularly described above.

Furthermore the undersigned do hereby ratify, adopt and confirm said Subject Lease as hereby amended, as a valid and subsisting Lease and the undersigned Lessor does hereby grant, demise, lease and let unto Lessees, the present owner of the Subject Lease, the premises described above, subject to and in accordance with all of the terms and provisions of the Subject Lease as hereby amended.

This agreement shall be binding upon and inure to the

benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

To facilitate execution, this instrument may be executed in as many counterparts as may be convenient or required. It shall not be necessary that the signature of all persons required to bind any party appear on each counterpart. All counterparts shall collectively constitute a single instrument. It shall not be necessary in making proof of this instrument to produce or account for more than a single counterpart containing the respective signatures of, or on behalf of, each of the parties hereto. Any signature page to any counterpart may be detached from such counterpart without impairing the legal effect of the signatures thereon and thereafter attached to another counterpart identical thereto except having attached to it additional signature pages.

EXECUTED the 10 day of January, 2011, but for all purposes effective the 6th day of March, 2007.

Lessor: Raymunda V. Benitez

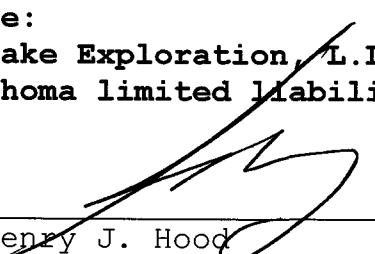
Raymunda Vence Benitez
Raymundo V. Benitez

Lessor: Juvenal Vences

JUVENAL VENCES
Juvenal Vences

Assignee:

**Chesapeake Exploration, L.L.C.,
An Oklahoma limited liability company**

By: 

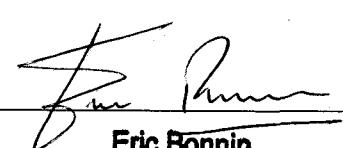
Henry J. Hood

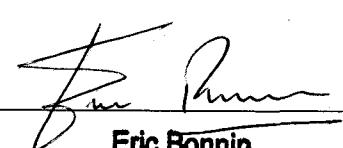
Its: Senior Vice President Land
and Legal & General Counsel

*BPL
JW
CM*

Assignee:

TOTAL E&P USA, INC.

By: 

Name: 

Eric Bonnin

Vice President, Business Development & Strategy

Title:

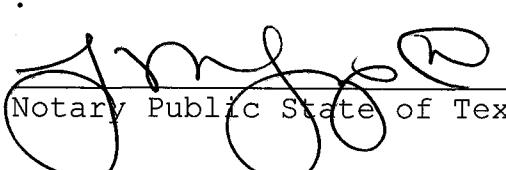
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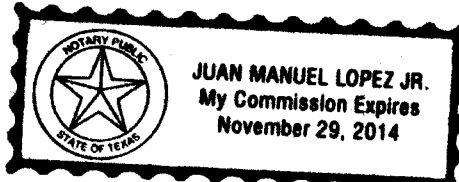
Acknowledgments

STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on 10 day
of January, 2011, by Raymunda V. Benitez.


Notary Public State of Texas



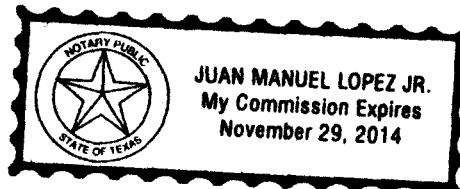
Correction to Oil, Gas and Mineral Lease
Raymunda V. Benitez & Juvenal Vences
Page 4 of 6

STATE OF TEXAS

COUNTY OF TARRANT

This instrument was acknowledged before me on 10 day of January, 2011, by Juvenal Vences.

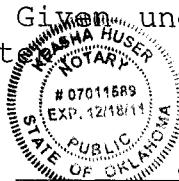

Notary Public State of Texas



STATE OF OKLAHOMA
COUNTY OF OKLAHOMA

This instrument was acknowledged before me on this 18th day of February, 2011, by Henry J. Hood, as the Senior Vice President - Land and Legal & General Counsel of Chesapeake Exploration, L.L.C., on behalf of said limited liability company.

Given under my hand and seal the day and year last above
written

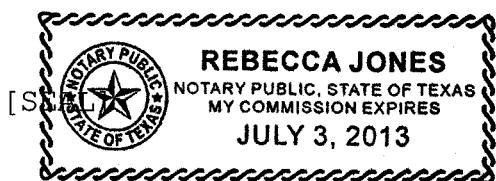


Notary Public, State of Oklahoma
Notary's name (printed):
Notary's commission expires:

Correction to Oil, Gas and Mineral Lease
Raymunda V. Benitez & Juvenal Vences
Page 5 of 6

STATE OF TEXAS)
COUNTY OF Harris)
) \$:

The foregoing instrument was acknowledged before me this 14th
day of March 2011, by Eric Bonnin, Vice President, Business
Development & Strategy of TOTAL E&P, USA, Inc., a
Delaware corporation, as the act and deed and on behalf of such
corporation.



Notary Public

Rebecca J. Dow
Secretary Public

Return to:
Dale Property Services, L.L.C.
Attn: Stephanie Hess, Curative
500 Taylor Street, Suite 600
Annex Building
Fort Worth, Texas 76102
Re: Glencrest Unit

Correction to Oil, Gas and Mineral Lease
Raymunda V. Benitez & Juvenal Vences
Page 6 of 6

MARY LOUISE GARCIA

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

DALE PROPERTY SRVS LLC
500 TAYLOR STREET 600
FTW, TX 76102

Submitter: DALE PROPERTY SERVICES
LLC

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 3/31/2011 3:27 PM

Instrument #: D211075329

LSE 7 PGS \$36.00

By: Mary Louise Garcia

D211075329

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: DBWARD